

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

)	
In re:)	Chapter 11
)	
W.R. GRACE & CO., <u>et al.</u>,)	Case No. 01-1139 (KJC)
)	
Debtors.)	Objection Deadline: November 14, 2013 at 4:00 .m.
)	Hearing: Schedule if Necessary (Negative Notice)

**COVER SHEET TO FIFTH MONTHLY INTERIM APPLICATION OF
ORRICK, HERRINGTON & SUTCLIFFE LLP, BANKRUPTCY COUNSEL
TO ROGER FRANKEL, ASBESTOS PI FUTURE CLAIMANTS' REPRESENTATIVE, FOR
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF
EXPENSES FOR THE TIME PERIOD SEPTEMBER 1, 2013 THROUGH SEPTEMBER 30, 2013**

Name of Applicant:	Orrick, Herrington & Sutcliffe LLP (“Orrick”)
Authorized to Provide Professional Services to:	Roger Frankel, Asbestos PI Future Claimants’ Representative (the “FCR”)
Date of Retention:	As of May 16, 2013, pursuant to Order entered by the Court on July 31, 2013 [Dkt. No. 30902]
Period for which compensation is sought:	September 1, 2013 through September 30, 2013
Amount of Compensation (100%) sought as actual, reasonable, and necessary:	\$55,125.00
80% of fees to be paid:	\$44,100.00
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$ 1,303.53
Total Fees @ 80% and 100% Expenses:	\$45,403.53
This is an:	interim <u> X </u> monthly <u> </u> final application.

The total time expended for fee application preparation during this time period is 29.20 hours, \$13,478.00 in fees and \$454.07 in expenses for Orrick's fee applications and 30.20 hours, \$11,990.50 in fees and \$382.11 in expenses for the FCR's other professionals' fee applications. Any additional time spent for these matters will be requested in subsequent monthly interim applications.

This is Orrick's fifth interim fee application for the period September 1-30, 2013, as counsel to Roger Frankel, as FCR. Orrick, as counsel to Roger Frankel, has previously filed with the Court the following interim fee applications since May 16, 2013:¹

<u>Interim Period</u>	<u>Fees @ 100%</u>	<u>Fees @ 80%</u>	<u>Expenses @ 100%</u>	<u>Total Fees @ 80% & 100% Expenses</u>
First Interim Period May 16-31, 2013	\$68,098.50	\$54,478.80	\$25.30	\$54,504.10
Second Interim Period June 1-30, 2013	\$69,766.50	\$55,813.20	\$4,883.95	\$60,697.15
Third Interim Period July 1-31, 2013	\$53,120.00	\$42,496.00	\$768.94	\$43,264.94
Fourth Interim Period August 1-31, 2013	\$30,326.50	\$24,261.20	\$1,741.74	\$26,002.94

As of October 24, 2013, Orrick, as counsel to Roger Frankel, has received the following payment from the Debtors:²

- \$54,504.10 representing 80% fees/100% expenses for May 16-31, 2013
- \$60,697.15 representing 80% fees/100% expenses for June 1-30, 2013
- \$43,264.94 representing 80% fees/100% expenses for July 1-31, 2013

COMPENSATION SUMMARY

SEPTEMBER 1-30, 2013

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate</u>	<u>Total Billed Hours</u>	<u>Total Fees</u>
Peri Mahaley	Of Counsel, 21 years in position; 34 years relevant experience; 1979, Insurance	\$665	.30	\$199.50

¹ Orrick has filed additional fee applications with the Court in connection with its representation of the former FCR, David Austern.

² Orrick has received additional payments from the Debtors in connection with its representation of the former FCR, David Austern.

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate</u>	<u>Total Billed Hours</u>	<u>Total Fees</u>
Richard H. Wyron	Partner, 24 years in position; 34 years relevant experience; 1979, Restructuring	\$875	22.10	\$19,337.50
Debra L. Felder	Associate, 11 years in position; 11 years relevant experience; 2002, Restructuring	\$650	38.80	\$25,220.00
Debra O. Fullem	Bankruptcy Research Specialist	\$270	38.40	\$10,368.00
TOTAL			99.60	\$55,125.00
Blended Rate: \$553.46				

COMPENSATION BY PROJECT CATEGORY

SEPTEMBER 1-30, 2013

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Compensation of Professionals-Orrick	29.20	\$13,478.00
Compensation of Professionals-Other	30.20	\$11,990.50
Insurance	.60	\$462.00
Litigation	39.60	\$29,194.50
TOTAL	99.60	\$55,125.00

EXPENSE SUMMARY

SEPTEMBER 1-30, 2013

<u>Expense Category</u>	<u>Total</u>
Duplicating	\$517.07
Express Delivery	\$71.96
Parking	\$9.00
Postage	\$247.15
Travel – Mileage	\$44.80
Travel – NY Subway/Taxi	\$19.55
Travel – Train from Baltimore to New York	\$394.00 ³
TOTAL EXPENSES	\$1,303.53

³ This amount includes a reduction of \$222.00 for first-class accommodations.

Orrick's Client Charges and Disbursements Policy, effective January 1, 2013, is as follows:

- a. **Duplicating** -- It is Orrick's practice to charge all clients of the Firm for duplicating at the in-house rate of 20¢ per page; however, Orrick has reduced the duplicating cost to 10¢ per page in order to comply with the Local Rules of this Court. This charge includes the cost of maintaining the duplicating facilities and the actual cost involved with respect to the duplication. Color copies are charged at \$1.25 per page.
- b. **Messenger and Courier Service** -- It is Orrick's practice to use Federal Express or similar express mail delivery and third-party messenger services only in exigent circumstances (i.e., when needed to meet a deadline or when a next-day response from the recipient was necessary or beneficial to the case) and only when less costly than other available alternatives.
- c. **Overtime** -- It is Orrick's practice to allow staff and certain paraprofessionals in its Washington D.C. office working more than 3 hours of overtime to charge a meal to the appropriate client at a meal charge of up to \$7.50. It is Orrick's practice to allow professionals and support staff to charge a car service or cab to the appropriate client when working at least 2 hours of overtime. Orrick endeavored not to incur overtime charges unless necessary to benefit the case and in certain exigent circumstances.
- d. **Computerized Research** -- It is Orrick's practice to use computer-assisted legal research when it is efficient to do so. Use of fee based internet research services is charged at Orrick's cost.

Respectfully submitted,

ORRICK, HERRINGTON & SUTCLIFFE LLP

By: /s/ RICHARD H. WYRON

Richard H. Wyron, admitted *pro hac vice*
Debra L. Felder, admitted *pro hac vice*
Columbia Center
1152 15th Street, NW
Washington, DC 20005
(202) 339-8400

*Counsel to Roger Frankel, Asbestos PI Future
Claimants' Representative*

Dated: October 24, 2013